

**PART I**

**STATEMENT OF AUDITED (STANDALONE & CONSOLIDATED) FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2015**

Rs. in crores

| Sl.No      | Particulars   | 3 months ended | Preceding 3 months ended | Corresponding 3 months ended in the previous year | Year to date figures for the current period ended | Previous accounting year ended | Year to date figures for the year ended | Previous accounting year ended |
|------------|---|----------------|--------------------------|---|---|--------------------------------|---|--------------------------------|
|            |   | 31.03.2015     | 31.12.2014               | 31.03.2014  | 31.03.2015  | 31.03.2014                     | 31.3.2015                               | 31.3.2014                      |
|            |   | STANDALONE     |                          |   |   | CONSOLIDATED                   |   |                                |
|            |   | (Unaudited)    |                          | (Audited)   |   | (Audited)                      |   |                                |
|            |   | (1)            | (2)                      | (3)   | (4)   | (5)                            | (6)                                     | (7)                            |
| <b>1</b>   | <b>Income from Operations</b>   |                |                          |   |   |                                |   |                                |
| (a)        | Net sales / Income from operations (net of excise duty)   | 339.37         | 325.18                   | 320.65  | 1306.51   | 1163.35                        | 11115.47                                | 9200.60                        |
| (b)        | Other Operating Income  | 10.26          | 10.00                    | 9.10  | 39.60   | 33.41                          | 224.24                                  | 143.16                         |
|            | <b>Total Income from operations (net)</b>   | <b>349.63</b>  | <b>335.18</b>            | <b>329.75</b>                                     | <b>1346.11</b>                                    | <b>1196.76</b>                 | <b>11339.71</b>                         | <b>9343.76</b>                 |
| <b>2.</b>  | <b>Expenditure</b>  |                |                          |   |   |                                |   |                                |
| a.         | Cost of materials consumed  | 179.87         | 175.97                   | 158.04  | 692.33  | 596.10                         | 7610.99                                 | 5877.26                        |
| b.         | Purchase of stock-in-trade  | -              | -                        | -   | -   | -                              | 226.90                                  | 400.35                         |
| c.         | Changes in inventories of finished goods, work-in-process and stock-in-trade  | 6.42           | (4.89)                   | 0.72  | 2.35  | (1.62)                         | (114.65)                                | 29.56                          |
| d.         | Employee benefits expense   | 41.69          | 48.86                    | 38.60   | 183.20  | 155.20                         | 842.09                                  | 696.22                         |
| e.         | Depreciation and amortisation expense   | 15.81          | 15.20                    | 14.09   | 59.82   | 53.21                          | 238.41                                  | 213.86                         |
| f.         | Other expenses  | 90.84          | 85.88                    | 99.09   | 345.18  | 339.04                         | 2057.69                                 | 1759.37                        |
|            | <b>h. Total</b>   | <b>334.63</b>  | <b>321.02</b>            | <b>310.54</b>                                     | <b>1282.88</b>                                    | <b>1141.93</b>                 | <b>10861.43</b>                         | <b>8976.62</b>                 |
| <b>3.</b>  | <b>Profit from Operations before other income, Finance Costs &amp; Exceptional items (1-2)</b>  | <b>15.00</b>   | <b>14.16</b>             | <b>19.21</b>                                      | <b>63.23</b>                                      | <b>54.83</b>                   | <b>478.28</b>                           | <b>367.14</b>                  |
| 4.         | Other income  | 27.77          | 6.10                     | 0.79  | 55.00   | 35.78                          | 37.52                                   | 27.87                          |
| <b>5.</b>  | <b>Profit from ordinary activities before finance costs &amp; Exceptional items (3+4)</b>   | <b>42.77</b>   | <b>20.26</b>             | <b>20.00</b>                                      | <b>118.23</b>                                     | <b>90.61</b>                   | <b>515.80</b>                           | <b>395.01</b>                  |
| 6.         | Finance Costs   | 7.45           | 9.89                     | 9.22  | 36.88   | 35.65                          | 98.99                                   | 115.33                         |
| <b>7.</b>  | <b>Profit from ordinary activities after finance costs but before Exceptional items (5-6)</b>   | <b>35.32</b>   | <b>10.37</b>             | <b>10.78</b>                                      | <b>81.35</b>                                      | <b>54.96</b>                   | <b>416.81</b>                           | <b>279.68</b>                  |
| 8.         | Exceptional Item - Income / (Expense)   | 3.06           | -                        | 5.83  | 3.06  | 5.83                           | 61.33                                   | 36.11                          |
| <b>9.</b>  | <b>Profit (+) / Loss (-) from Ordinary Activities before tax (7+8)</b>  | <b>38.38</b>   | <b>10.37</b>             | <b>16.61</b>                                      | <b>84.41</b>                                      | <b>60.79</b>                   | <b>478.14</b>                           | <b>315.79</b>                  |
| 10.        | Tax expense   | 5.87           | 2.07                     | 4.18  | 13.25   | 7.13                           | 137.24                                  | 125.34                         |
| <b>11.</b> | <b>Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)</b>  | <b>32.51</b>   | <b>8.30</b>              | <b>12.43</b>                                      | <b>71.16</b>                                      | <b>53.66</b>                   | <b>340.90</b>                           | <b>190.45</b>                  |
| 12.        | Extraordinary Item (net)  | -              | -                        | -   | -   | -                              | -                                       | 2.94                           |
| <b>13.</b> | <b>Net Profit (+) / Loss(-) for the period (11-12)</b>  | <b>32.51</b>   | <b>8.30</b>              | <b>12.43</b>                                      | <b>71.16</b>                                      | <b>53.66</b>                   | <b>340.90</b>                           | <b>193.39</b>                  |
|            | Share of profit/(loss) of Associates  |                |                          |   |   |                                | <b>4.29</b>                             | <b>0.59</b>                    |
|            | Minority Interest   |                |                          |   |   |                                | <b>133.07</b>                           | <b>52.75</b>                   |
| <b>14.</b> | <b>Net Profit (+) / Loss(-) after taxes, minority interest and share of profit/(loss) of associates</b>   | <b>32.51</b>   | <b>8.30</b>              | <b>12.43</b>                                      | <b>71.16</b>                                      | <b>53.66</b>                   | <b>212.12</b>                           | <b>141.23</b>                  |
| 15.        | Paid up equity share capital (Face value of Rs.5/- each)  | 10.12          | 10.12                    | 10.12   | 10.12   | 10.12                          | 10.12                                   | 10.12                          |
| 16.        | Reserve excluding Revaluation Reserves as per balance sheet   |                |                          |   | 364.49  | 333.51                         | 1224.93                                 | 1027.36                        |
| <b>17.</b> | <b>Earnings Per Share (EPS) of Rs.5/- each</b>  | -              | -                        | -   |   |                                |   |                                |
| (i)        | Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (not to be annualised) (in Rs.) | 16.09          | 4.09                     | 6.14  | 35.19   | 27.00                          | 104.84                                  | 69.71                          |
| (ii)       | Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (not to be annualised) (in Rs.)  | 16.09          | 4.09                     | 6.14  | 35.19   | 27.00                          | 104.84                                  | 71.03                          |

**PART II**

**SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED 31.03.2015**

| Particulars  | 3 months ended | Preceding 3 months ended | Corresponding 3 months ended in the previous year | Year to date figures for the current period ended | Previous accounting year ended |
|--|----------------|--------------------------|---|---|--------------------------------|
|  | 31.03.2015     | 31.12.2014               | 31.03.2014  | 31.03.2015  | 31.03.2014                     |
| <b>A. PARTICULARS OF SHAREHOLDING</b>  |                |                          |   |   |                                |
| <b>1 Public Shareholding</b>   |                |                          |   |   |                                |
| - Number of shares   | 50,58,025      | 50,58,025                | 50,58,025   | 50,58,025   | 50,58,025                      |
| - Percentage of shareholding   | 25             | 25                       | 25  | 25  | 25                             |
| <b>2 Promoters and Promoter Group Shareholding</b>   |                |                          |   |   |                                |
| (a) Pledged / Encumbered   |                |                          |   |   |                                |
| - Number of shares   | -              | -                        | -   | -   | -                              |
| - Percentage of shares (as a % of the total shareholding of promoter and promoter group)     | -              | -                        | -   | -   | -                              |
| - Percentage of shares (as a % of the total share capital of the company)                    | -              | -                        | -   | -   | -                              |
| (b) Non - encumbered   |                |                          |   |   |                                |
| - Number of shares   | 15174060       | 15174060                 | 15174060  | 15174060  | 15174060                       |
| - Percentage of shares (as a % of the total shareholding of the promoter and promoter group) | 100            | 100                      | 100   | 100   | 100                            |
| - Percentage of shares (as a % of the total share capital of the company)                    | 75             | 75                       | 75  | 75  | 75                             |

| Particulars                                    | 3 months ended 31.03.2015 |
|--|---------------------------|
| <b>B. INVESTOR COMPLAINTS</b>                  |                           |
| Pending at the beginning of the quarter        |                           |
| Received during the quarter                    |                           |
| Disposed off during the quarter                |                           |
| Remaining unresolved at the end of the quarter | NIL                       |

**Notes:**

- The operations of the Company relate to only one segment viz., automotive components.
- During the year ended 31st March 2015, in accordance with Part A of Schedule II to the Companies Act 2013, the Management, based on Chartered Engineer's technical evaluation, has re-assessed the remaining useful life of fixed assets with effect from 1st April 2014. As a result of above, the depreciation is higher by Rs.3.40 Cr for the year ended 31st March 2015. For fixed assets that had completed its useful life as of 1st April 2014, the net residual value of Rs.1.74 Cr has been charged to Retained earnings.
- The directors at the meeting held today, have declared a third interim dividend of Rs 6/- per share absorbing a sum of Rs 12.14 Cr for the year ended 31st March 2015 and the same will be paid to the shareholders on or after 18th May, 2015. The board earlier declared first interim dividend of Rs 9/- per share and second interim dividend of Rs.4/- per share absorbing an aggregate sum of Rs 26.30 Cr for the year 2014-15 and the same were paid on 14th February 2015 & 30th March 2015 respectively. The total dividend including the third interim dividend will aggregate to Rs.19/- per share (380%) on 2,02,32,085 equity shares of Rs 5/- each. The directors do not recommend any further dividend for the year 2014-15. The Company has set-off its dividend distribution tax payable under section 115-O (1A) of the Income Tax Act, 1961 against the dividend distribution tax paid by one of its subsidiary companies on the dividend declared.
- Exceptional item represents the gain realised on sale of land.
- The figures of the quarter ended March 31, are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the respective financial years.
- The consolidated financial results (CFR) prepared in accordance with the Accounting Standards 21 & 23, relate to the Company, its subsidiaries and associates.
- Figures for the previous periods have been regrouped, wherever necessary, to conform to the current period's classification.
- For the purpose of annual general meeting, the register of members and share transfer register will remain closed from 19th August 2015 to 20th August 2015 (both days inclusive).
- The above results were reviewed and recommended by the audit committee and approved by the board of directors at their meeting held on 08th May 2015.

Place : Chennai  
Date : 8th May 2015

*M. Suresh Kumar*  
28/5/2015

**FOR SUNDARAM-CLAYTON LIMITED**

*[Signature]*  
**Chairman**



| SEGMENTWISE REVENUE, RESULTS AND<br>CAPITAL EMPLOYED UNDER CLAUSE 41<br>OF THE LISTING AGREEMENT |  |   |   |
|--|--|---|---|
| (Rs. in crores)  |  |   |   |
| S.No   | Particulars  | Consolidated<br>results<br>31.3.2015<br>(Audited) | Consolidated<br>results<br>31.3.2014<br>(Audited) |
| (1)  | (2)  | (3)   | (4)   |
| 1  | Revenue  |   |   |
|  | a. Automotive components                                       | 1,761.56  | 1,484.69  |
|  | b. Motor vehicles  | 11,934.74   | 8,263.47  |
|  | c. Energy Business   | -   | 40.96   |
|  | d. Others  | 11.40   | -   |
|  | <b>Total</b>   | <b>13,707.70</b>                                  | <b>9,789.12</b>                                   |
|  | Less : Inter segment revenue                                   | 2,367.99  | 445.36  |
|  | <b>Net Sales / Income from operation</b>                       | <b>11,339.71</b>                                  | <b>9,343.76</b>                                   |
| 2  | Results  |   |   |
|  | Profit before tax and interest                                 |   |   |
|  | a. Automotive components                                       | 117.06  | 75.99   |
|  | b. Motor vehicles  | 398.09  | 285.18  |
|  | c. Power   | -   | 33.81   |
|  | d. Others  | 0.65  | 0.03  |
|  | <b>Total</b>   | <b>515.80</b>                                     | <b>395.01</b>                                     |
|  | Less:  |   |   |
|  | i) Interest  | 98.99   | 115.33  |
|  | ii) Other unallocable expenditure<br>net of unallocable income | (4.29)  | (0.59)  |
|  | Add:   |   |   |
|  | i) Exceptional items   | 61.33   | 36.11   |
|  | ii) Extraordinary items (Net of Tax)                           |   | 2.94  |
|  | <b>Profit (+)/Loss (-) before tax</b>                          | <b>482.43</b>                                     | <b>319.32</b>                                     |
| 3  | Capital employed   |   |   |
|  | a. Automotive components                                       | 868.66  | 863.08  |
|  | b. Motor vehicles  | 2,369.09  | 1,841.84  |
|  | c. Energy Business   |   | -   |
|  | d. Others  | 0.34  | 0.06  |
|  | <b>Total</b>   | <b>3,238.09</b>                                   | <b>2,704.98</b>                                   |

| Statement of Assets and Liabilities                     |                    |                    |                    |                    |
|---|--------------------|--------------------|--------------------|--------------------|
| Rs.in crores  |                    |                    |                    |                    |
| Particulars   | STANDALONE         |                    | CONSOLIDATED       |                    |
|   | As at<br>31.3.2015 | As at<br>31.3.2014 | As at<br>31.3.2015 | As at<br>31.3.2014 |
|   | Audited            |                    | Audited            |                    |
| <b>I . EQUITY AND LIABILITIES</b>                       |                    |                    |                    |                    |
| <b>1) Shareholders' funds</b>                           |                    |                    |                    |                    |
| (a) Share Capital                                       | 10.12              | 10.12              | 10.12              | 10.12              |
| (b) Reserves & surplus (including revaluation reserves) | 364.49             | 333.51             | 1,278.45           | 1,110.61           |
| <b>Sub-total- Shareholders' funds</b>                   | <b>374.61</b>      | <b>343.63</b>      | <b>1,288.57</b>    | <b>1,120.73</b>    |
| <b>2) Share application money pending allotment</b>     | -                  | -                  | -                  | -                  |
| <b>3) Minority Interest</b>                             | -                  | -                  | 438.56             | 396.70             |
| <b>4) Non-current liabilities</b>                       |                    |                    |                    |                    |
| (a) Long-term borrowings                                | 106.58             | 96.30              | 666.87             | 614.06             |
| (b) Deferred tax liabilities (Net)                      | 22.27              | 18.52              | 182.49             | 151.83             |
| (c) Other Long-term liabilities                         | -                  | -                  | 24.83              | 24.83              |
| (d) Long-term provisions                                | 17.13              | 15.44              | 70.36              | 78.03              |
| <b>Sub-total- Non-current liabilities</b>               | <b>145.98</b>      | <b>130.26</b>      | <b>944.55</b>      | <b>868.75</b>      |
| <b>5) Current liabilities</b>                           |                    |                    |                    |                    |
| (a) Short-term borrowings                               | 220.31             | 203.11             | 685.09             | 311.24             |
| (b) Trade payables                                      | 127.64             | 138.28             | 1404.28            | 1,152.10           |
| (c) Other current liabilities                           | 81.82              | 97.67              | 684.99             | 640.32             |
| (d) Short-term provisions                               | 27.94              | 31.65              | 78.98              | 65.36              |
| <b>Sub-total- Current liabilities</b>                   | <b>457.71</b>      | <b>470.71</b>      | <b>2,853.34</b>    | <b>2,169.02</b>    |
| <b>TOTAL- EQUITY AND LIABILITIES</b>                    | <b>978.30</b>      | <b>944.60</b>      | <b>5525.02</b>     | <b>4555.20</b>     |
| <b>II ASSETS</b>  |                    |                    |                    |                    |
| <b>1) Non current assets</b>                            |                    |                    |                    |                    |
| (a) Fixed assets  | 418.17             | 405.87             | 2,139.32           | 1,962.82           |
| (b) Goodwill on consolidation                           | -                  | -                  | 3.28               | 3.28               |
| (c) Non-current investments                             | 61.31              | 55.95              | 601.32             | 499.28             |
| (d) Long-term loans and advances                        | 23.71              | 21.98              | 121.79             | 66.07              |
| (e) Other non-current assets                            | -                  | -                  | 4.28               | -                  |
| <b>Sub-total- Non-current assets</b>                    | <b>503.19</b>      | <b>483.80</b>      | <b>2,869.99</b>    | <b>2,531.45</b>    |
| <b>2) Current assets</b>                                |                    |                    |                    |                    |
| (a) Inventories   | 199.84             | 189.45             | 1,216.67           | 855.21             |
| (b) Trade receivables                                   | 179.96             | 182.16             | 576.85             | 514.74             |
| (c) Cash and cash equivalents                           | 2.10               | 5.42               | 30.00              | 104.01             |
| (d) Short-term loans and advances                       | 91.99              | 81.75              | 756.23             | 462.29             |
| (e) Other current assets                                | 1.22               | 2.02               | 75.28              | 87.50              |
| <b>Sub-total- Current assets</b>                        | <b>475.11</b>      | <b>460.80</b>      | <b>2,655.03</b>    | <b>2,023.75</b>    |
| <b>TOTAL- ASSETS</b>                                    | <b>978.30</b>      | <b>944.60</b>      | <b>5,525.02</b>    | <b>4,555.20</b>    |

M. Balasubramanian  
08/05/2015

